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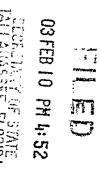
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VI



Jack Locklin, Jr.

Board Certified
Real Estate Attorney

Angela J. Jones

February 7, 2003

Florida Department of State Division of Corporations P.O. Box 6327 Tallahassee, FL 32314

Re: Davis & Bagwell Consulting Engineers, P.A.

Dear Sir/Madam:

Enclosed are an executed original and one copy of the Articles of Incorporation of Davis & Bagwell Consulting Engineers, P.A., and an original and one copy of an executed Certificate Designating the Resident Agent. Our check in the amount of \$78.75 in payment of the following fees is also enclosed:

Filing Fee	\$35.00
Certificate Designating	
Resident Agent	35.00
Certified Copy	8.75
Total	\$ 78 75

Please file these originals and certify and return the copies of the enclosed Articles of Incorporation and Resident Agent Certification.

Yours very tryly,

CAV XX

OJLph

Enclosures - Check, Articles of Incorporation, Certificate of Designation

Cc: Mr. Anthony Davis

ARTICLES OF INCORPORATION

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03 FEB 10 PM 4:5;

DAVIS & BAGWELL CONSULTING ENGINEERS, P.A.

TALLAHASSEE. FLORIC

ARTICLE I

The name of this corporation is: **DAVIS & BAGWELL CONSULTING ENGINEERS, P.A.**

ARTICLE II

The term of existence of the corporation is perpetual.

ARTICLE III

This corporation is organized for the following purposes:

- A. To engage in the practice of professional engineering as a professional consulting engineering corporation and to carry on services incident thereto. The practice of consulting engineering is the sole and exclusive professional service to be rendered by this corporation.
- B. To own property, enter into contracts, and to carry on any business necessary or incidental to the accomplishment or furtherance of the purposes or objects of this corporation.
 - C. Any and all other lawful business.

ARTICLE IV - CAPITAL STOCK

This corporation is authorized to issue 1,000 shares of \$1.00 par value common stock.

ARTICLE V - PRE EMPTIVE RIGHTS

Each shareholder upon the sale for cash of any new stock of this corporation of the same kind, class or series of that which he already holds, shall have the right to purchase his pro rata share (as nearly as may be done without issuance of fractional shares) at the price of which it is offered to others.

ARTICLE VI - INITIAL REGISTERED

OFFICE AND AGENT

The street address of the initial registered office of this corporation is 5309 Goshawk Drive, Milton, Florida 32570, and the name of the initial registered agent of this corporation at that address is Anthony Lawrence Davis. The principal office is the same as the registered office.

ARTICLE VII - INITIAL BOARD OF DIRECTORS

This corporation shall have two directors, initially. The number of directors may be either increased or diminished from time to time by the Bylaws, but shall never be less than one. The name and address of the initial director of this corporation is:

NAME ADDRESS

Anthony Lawrence Davis 5309 Goshawk Drive Milton, Florida 32570 David Michael Bagwell 4559 Whisper Way Pensacola, Florida 32504

ARTICLE VIII - INCORPORATORS

The name and address of the person signing these Articles of Incorporation is Anthony Lawrence Davis, 5309 Goshawk Drive Milton, Florida 32570.

ARTICLE IX - BYLAWS

The power to adopt, alter, amend or repeal Bylaws shall be vested in the Board of Directors and the shareholders.

ARTICLE X - AMENDMENT

This corporation reserves the right to amend or repeal any provisions contained in these Articles of Incorporation, or any amendment to them, and any right conferred upon the shareholders is subject to this reservation.

IN WITNESS WHEREOF, the undersigned subscriber has executed these Articles of Incorporation on the ______ day of February, 2003.

Anthony Lawrence Davis

STATE OF FLORIDA COUNTY OF SANTA ROSA

GIVEN under my hand and official seal this the _

the _____ day of February, 2003.

Notary Public(

My commission expires:____

Peggy Haney
Commission # DD042265
Expires Aug. 28, 2005
Bonded Thru
Atlantic Bonding Co., Inc.

CERTIFICATE DESIGNATING PLACE OF BUSINESS FOR DOMICILE FOR THE SERVICE OF PROCESS WITHIN THIS STATE, AND NAMING AGENT UPON WHOM PROCESS MAY BE SERVED 03 FEB 10 PM 4: 52

Pursuant to Chapter 48.09l, Florida Statutes, the following is submitted:

DAVIS & BAGWELL CONSULTING ENGINEERS, P.A., desiring to organize under the Laws of the State of Florida with its principal office as indicated in the Articles of Incorporation at 5309 Goshawk Drive, Milton, Santa Rosa County, Florida, has named Anthony Lawrence Davis, of 5309 Goshawk Drive, Milton, Florida 32570, as agent to accept service of process within the state.

Dated this the _____ day of February 2003.

DAVIS & BAGWELL CONSULTING ENGINEERS, P.A.

Anthony Lawrence Davis

ACCEPTANCE

Having been named to accept service of process for the above stated corporation, at the place designated in this certificate, I hereby accept to act in this capacity and agree to comply with the provisions of the act relative to keeping open an office.

Anthony Lawrence Davis